**FORM 4**

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person
   - MACKAY A D DAVID
     - 1221 BROADWAY
     - OAKLAND, CA 94612-1888

2. Issuer Name and Ticker or Trading Symbol
   - CLOROX CO /DE/ [ CLX ]

3. Date of Earliest Transaction (MM/DD/YYYY)
   - 12/31/2019

4. If Amendment, Date Original Filed (MM/DD/YYYY)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
   - X Director
   - 10% Owner
   - Officer (give title below)
   - Other (specify below)

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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code</th>
<th>Securities Acquired (A) or Disposed of (D)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Ownership Form: Direct (D) or Indirect (I)</th>
<th>Nature of Indirect Beneficial Ownership Code</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td>8/16/2019</td>
<td></td>
<td>A</td>
<td>(2)</td>
<td>15.4557</td>
<td>(2)</td>
<td>(1)</td>
<td>Common Stock</td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>11/15/2019</td>
<td></td>
<td>A</td>
<td>(2)</td>
<td>17.2279</td>
<td>(2)</td>
<td>(1)</td>
<td>Common Stock</td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>12/31/2019</td>
<td></td>
<td>A</td>
<td>(4)</td>
<td>1013.0902</td>
<td>(3)</td>
<td>(1)</td>
<td>Common Stock</td>
</tr>
</tbody>
</table>

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title of Securities Underlying Derivative Security</th>
<th>Amount or Number of Shares</th>
<th>Ownership Form: Direct (D) or Indirect (I)</th>
<th>Nature of Indirect Beneficial Ownership Code</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td></td>
<td>8/16/2019</td>
<td>A</td>
<td>(2)</td>
<td>15.4557</td>
<td></td>
<td></td>
<td>Common Stock</td>
<td></td>
<td></td>
<td>2361.5207</td>
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</tr>
<tr>
<td>Deferred Stock Units</td>
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<td>11/15/2019</td>
<td>A</td>
<td>(2)</td>
<td>17.2279</td>
<td></td>
<td></td>
<td>Common Stock</td>
<td></td>
<td></td>
<td>2378.7486</td>
<td></td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td></td>
<td>12/31/2019</td>
<td>A</td>
<td>(4)</td>
<td>1013.0902</td>
<td></td>
<td></td>
<td>Common Stock</td>
<td></td>
<td></td>
<td>3391.8388</td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. 1-for-1
2. Deferred Stock Units acquired through dividend reinvestment during the fiscal year pursuant to the Independent Directors' Deferred Compensation Plan.
3. The Deferred Stock Units will be settled 100% in Clorox stock in connection with the reporting person's retirement or other termination of service as a Director.
4. Annual award of Deferred Stock Units pursuant to the 2005 Stock Incentive Plan.

**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>MACKAY A D DAVID</td>
<td>Director 10% Owner Officer Other</td>
</tr>
<tr>
<td>1221 BROADWAY</td>
<td>X</td>
</tr>
<tr>
<td>OAKLAND, CA 94612-1888</td>
<td></td>
</tr>
</tbody>
</table>

**Signatures**

By Cheryl Brice, Attorney-in-Fact for 1/3/2020

**Reminder:** Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.